

Form B1 United States Bankruptcy Court Southern District of New York				VOLUNTARY PETITION																			
Name of Debtor (If individual, enter Last, First, Middle): NextWave Telecom Inc.				Name of Joint Debtor (Spouse) (Last, First, Middle): N/A																			
All Other Names used by the Debtor in the last 6 years (include married, maiden and trade names): NextWave				All Other Names used by the Joint Debtor in the last 6 years (include married, maiden and trade names):																			
Soc. Sec./Tax I.D. No. (if more than one, state all): 33-0663509				Soc. Sec./Tax I.D. No. (if more than one, state all):																			
Street Address of Debtor (No. & Street, City, State, Zip Code): 3 Skyline Drive Hawthorne, New York 10532				Street Address of Joint Debtor (No. & Street, City, State, Zip Code):																			
County of Residence or of the Principal Place of Business: Westchester				County of Residence or of the Principal Place of Business:																			
Mailing Address of Debtor (if different from street address): Same				Mailing Address of Joint Debtor (if different from street address):																			
Location of Principal Assets of Business Debtor (if different from addresses listed above): <div style="display: flex; justify-content: space-between; margin-top: 5px;"> <div style="width: 30%;"> 350 W. Ash 3 Skyline Drive San Diego, CA 92101 </div> <div style="width: 30%;"> Hawthorne, NY 10532 </div> <div style="width: 30%;"> 1101 Pennsylvania Avenue, N.W. Ste. 805 Washington, DC 20004 </div> </div>																							
INFORMATION REGARDING DEBTOR (Check applicable boxes)																							
Venue (Check any applicable box) <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general aptner or partnership pending in this District.																							
Type of Debtor (check all boxes that apply) Individual(s) Railroad <input checked="" type="checkbox"/> Corporation Stockbroker Partnership Commodity Broker Other _____				Chapter or Section of Bankruptcy Code Under Which the Petition is Filed (Check one box) Chapter 7 <input checked="" type="checkbox"/> Chapter 11 Chapter 13 Chapter 9 Chapter 12 Sec. 304 - Case ancillary to foreign proceeding																			
Nature of Debts Cconsumer/Non-Business <input checked="" type="checkbox"/> Business				Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments, Rule 1006(b). See Official Form No. 3																			
Chapter 11 Small Business (Check all boxes that apply) Debtor is a small business as defined in 11 U.S.C. § 101 Debtor is and elects to be considered a small business under 11 U.S.C. § 1121(e) (Optional)																							
Statistical/Administrative Information (Estimates only) <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. Debtor estimates that after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.							THIS SPACE IS FOR COURT USE ONLY																
Estimated Number of Creditors <div style="display: flex; justify-content: space-between;"> 1-15 16-49 50-99 100-199 200-999 1000-over </div> <div style="text-align: center; margin-top: 5px;"> <input checked="" type="checkbox"/> </div>																							
Estimated Assets <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 12.5%;">\$0 to \$50,000</td> <td style="width: 12.5%;">\$50,001 to \$100,000</td> <td style="width: 12.5%;">\$100,001 to \$500,000</td> <td style="width: 12.5%;">\$500,001 to \$1 million</td> <td style="width: 12.5%;">\$1,000,000 to \$10 million</td> <td style="width: 12.5%;">\$10,000,001 to \$50 million</td> <td style="width: 12.5%;">\$50,000,001 to \$100 Million</td> <td style="width: 12.5%;">More than \$100 million</td> </tr> <tr> <td colspan="7"></td> <td style="text-align: center;"> <input checked="" type="checkbox"/> </td> </tr> </table>								\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,000 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 Million	More than \$100 million								<input checked="" type="checkbox"/>
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							<input checked="" type="checkbox"/>																

ANNEX 1

On June 8, 1998 the following related entities filed petitions for protection under Chapter 11 of the Bankruptcy Code in the Southern District of New York. The Chapter 11 cases are being jointly administered under the caption In re NextWave Personal Communications Inc., et al., Case No. 98-21529, and are pending before the Honorable Adlai S. Hardin, Jr.

1. NextWave Personal Communications Inc., a wholly-owned subsidiary of the Debtor;
2. NextWave Partners, Inc., a wholly-owned subsidiary of the Debtor;
3. NextWave Power Partners Inc., a wholly-owned subsidiary of NextWave Partners Inc.; and
4. NextWave Wireless Inc., a wholly-owned subsidiary of the Debtor.